Morgan Thomas Duane Form 4 February 27, 2012

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Section 16.

Form 4 or

obligations

Form 5

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Ad Morgan Thor		orting Person *	2. Issuer Name and Ticker or Trading Symbol GARDNER DENVER INC [GDI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First)	(Middle) 3. Date of Earliest Transaction		(eneer an approache)				
	(Month/Day/Year) RDNER DENVER, INC., 1500 ERTY RIDGE DRIVE, SUITE		•	Director 10% OwnerX_ Officer (give title Other (specify below) VP & Pres., Engrd. Prod. Group				
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
WAYNE, PA 19087			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acq	quired, Disposed of, or Beneficially Owned				

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acq	quired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	ed of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
C.			Code V	Amount	(D)	Price	(mstr. 3 and 1)		
Common Stock	02/23/2012		M	3,500	A	<u>(1)</u>	3,500	D	
Common Stock	02/23/2012		F	1,276	D	\$ 70.96	2,224	D	
Common Stock							6,656	I	Thomas Duane Morgan an

Nicola Rae Morgan Revocable Living

Trust (2)

Stock

Common Stock $940\frac{(3)}{2}$ I 401(K) & Excess Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number to for Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock	<u>(1)</u>	02/23/2012		M		3,500	02/23/2012	02/23/2012	Common	3,500

Reporting Owners

Reporting Owner Name / Address	Kelationships						
. 0	Director	10% Owner	Officer	Other			
Morgan Thomas Duane GARDNER DENVER, INC. 1500 LIBERTY RIDGE DRIVE, SUITE 3000 WAYNE, PA 19087			VP & Pres., Engrd. Prod. Group				

Signatures

Units

/s/Brent A. Walters, Attorney-in-fact 02/27/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Reporting Owners 2

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- (1) Each restricted stock unit was the economic equivalent of one share of the Company's common stock. On February 23, 2012, 3,500 of the reporting person's restricted stock units were settled for an equal number of shares of the Company's common stock.
- (2) The Reporting Person and the Reporting Person's spouse are the trustees and the beneficiaries of the Thomas Duane Morgan and Nicola Rae Morgan Revocable Living Trust.
- The reporting person acquired shares under the Company's Retirement Savings Plan, a 401(K) plan, and the related Supplemental Excess

 (3) Defined Contribution Plan. The information reported herein is based on a report dated February 23, 2012 from the Plan's recordkeeper, JPMorgan.

Remarks:

Brent A. Walters, Attorney-in-fact for T. Duane Morgan, pursuant to Power of Attorney dated November 17, 2009 and filed we Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.